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Robert M. Charles, Jr. (State Bar No. 6593) 1 LEWIS ROCA ROTHGERBER CHRISTIE LLP 2 3993 Howard Hughes Pkwy, Suite 600 Las Vegas, NV 89169-5996 3 Tel: 702.949.8320 Fax: 702.949.8321 4 E-mail:rcharles@lrrc.com 5 Attorneys for USACM Liquidating Trust 6 7 8 9 DISTRICT OF NEVADA 10 In re: 11 USA Commercial Mortgage Company, 12 Debtor. 13 14 15 16

UNITED STATES BANKRUPTCY COURT

Chapter 11

Case No.: 06-10725-GWZ

Declaration Of Geoffrey L. Berman In Support Of Motion For An Interim Order Extending Termination Of USACM Liquidating Trust

Date: **OST** Requested Time: **OST** Requested

Place: Courtroom #1, Fifth Floor, Clifton Young Courthouse, 300 Booth St.

Geoffrey L. Berman declares under penalty of perjury:

- 1. I am an adult person competent to testify in court.
- 2. I make this declaration based upon my personal knowledge, and upon the records of USA Commercial Mortgage Company ("USACM").
- 3. I am the Trustee of the USACM Liquidating Trust ("USACM Trust" or the "Trust")), which is an entity created by the Debtors' Third Amended Joint Chapter 11 Plan of Reorganization, in the jointly-administered bankruptcy cases, In re USA Commercial Mortgage Company, BK-S-06-10725, pending in the United States Bankruptcy Court for the District of Nevada.

4.	In accordance with the Estate Administration and Liquidating Trust Agreement and
Declaration of	of Trust the USACM Trust was scheduled to terminate on March 12, 2012. That date
was extended	d from time to time by this Court's orders to March 15, 2016.

- 5. Since being appointed as the Trustee of the USACM Trust, I have executed my fiduciary duties and responsibilities as Trustee to the best of my ability and with expediency in order to fulfill the USACM Trust's purpose to liquidate and distribute USACM Trust assets for the benefit of the beneficiaries.
- 6. The Trust is filing its motion seeking this Court's approval of disposition of certain remnant assets term life insurance policies and judgments. The Trust will also seek authorization to make a final distribution of about \$2.2 million in cash. With that distribution, the Trust will seek discharge of the Trustee.
- 7. I understand from counsel that the Court has set aside time on March 22, 2016 for a hearing on the Trust's motion.
- 8. Even if this Court could hear the Trust's motion for final instructions by the March 15, 2016 expiration of the Trust, it will still take well over a week just to issue all of the final distribution checks. Given the range of beneficiaries from the DTDF post-confirmation estate to many individual investors, it will take weeks or months for the distribution checks to clear. The Trust will also file its final tax returns.
- 9. For these reasons, a brief extension of the Trustee's authority to operate the Trust is required. I request 120 days under the circumstances.

I make this declaration under penalty of perjury of the laws of the United States of America on February 19, 2016.

By /s/ Geoffrey L. Berman
Geoffrey L. Berman
Trustee, USACM Liquidating Trust